

No. 02/2025/KBC/TT-HDQT

Bac Ninh, June 06th, 2025

SUBMISSIONS

THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Ref: Transactions with a related party which is Hung Yen
Investment and Development Corporation

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020, amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11th, 2022 and guiding documents;*
- *Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam dated November 26th, 2019, amended and supplemented by Law No. 56/2024/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on November 29th, 2022 and guiding documents;*
- *Decree No. 155/2020/ND-CP, approved by the Government on December 31st, 2020;*
- *Charter on organization and operation of Kinh Bac City Development Holding Corporation*

Dear Our valued Shareholders!

The Board of Directors (“**BOD**”) of Kinh Bac City Development Holding Corporation (“**KBC**”) would like to send our respectful greetings to Shareholders.

Hung Yen Investment and Development Corporation (“**Hung Yen Company**”) is a subsidiary directly owned 85% of its charter capital by Kinh Bac City Development Holding Corporation. Hung Yen Company is the investor responsible for implementing the Khoai Chau Urban, Ecotourism and Golf Complex Project (“**Khoai Chau Project**”; “**the Project**”), covering an area of 888.53 hectares, as approved by Decision No. 1123/QD-UBND dated May 17th, 2025 issued by the People's Committee of Hung Yen Province. According to current regulations, KBC and Hung Yen Company are related parties. Thus, during the process of completing legal procedures, investment activities, construction, capital arrangement, asset pledging, fulfillment of guarantee obligations, and the overall development and operation of the Khoai Chau Project, Kinh Bac City Development Holding Corporation — as the parent company and a related party — shall

be required to approve relevant Resolutions/ Decisions when necessary in relevant with Hung Yen Company and activities of Khoai Chau project, in accordance with the applicable legal regulations from time to time.

In order to facilitate the implementation of key operational plans for the Khoai Chau Project with the objective of bringing the Project into operation at the earliest possible time and thereby fostering the Vietnam – United States relationship in a more substantive, effective, and in-depth manner, **the Board of Directors respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval of a policy on the implementation of key tasks and the approval of all transactions, including those with a value equal to or greater than 35% of the total assets based on the most recent consolidated financial statements of the Corporation, expected to arise during 2025–2026, related to KBC or 100%-owned/controlled subsidiaries by KBC with Hung Yen Company and related parties as follows:**

- Capital contributions, investment decisions, joint ventures, consortium, investment and business cooperation agreements, or asset sales to support Hung Yen Company in implementing the Project;
- Arrangement of funding for the Project through various methods, including loans, the issuance or private placement of securities, investment partnerships, and other methods ensuring compliance with relevant legal regulations;
- To fulfill commitments, guarantees, warranties, financial support arrangements, capital transfers, loan and lending transactions, and other contracts, transactions to ensure the safety of the Corporation arising among KBC, Hung Yen Company, and the Project.
- To use the Khoai Chau Project, the Assets, Property rights arising from the Project, Property under ownership rights/ use rights by Hung Yen Company, KBC, or third parties as collateral to secure debt repayment obligations and other liabilities related to the Khoai Chau Project, KBC, Hung Yen Company, subsidiaries, affiliates, or other related parties of KBC and Hung Yen Company;
- Other transactions within the authority of the Board of Directors.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the proposed policy regarding the aforementioned transactions, which are expected to arise during the period of 2025 – 2026. The Board shall be responsible for reporting on the implementation status of such transactions at the nearest GMS in 2026.

The Board of Directors respectfully submits to the General Meeting of Shareholders a proposal to authorize the Board of Directors to formulate and approve detailed plans for the aforementioned purposes, as necessary and depending on actual

circumstances, in alignment with the Corporation's development strategy from time to time, ensuring shareholders' interests and in compliance with applicable laws and regulations.

We respectfully submit this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- The shareholders;
- Members of Board of Directors;
- Members of Supervisory Board;
- SSC, Stock Exchange;
- Stored: Admin

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN OF THE BOARD

(Signed)

DANG THANH TAM